

ISSUE
14
DOCTOR OCTOPUS

ULTIMATE SPIDER-MAN®



BENDIS
BAGLEY
THIBERT

MARVEL®

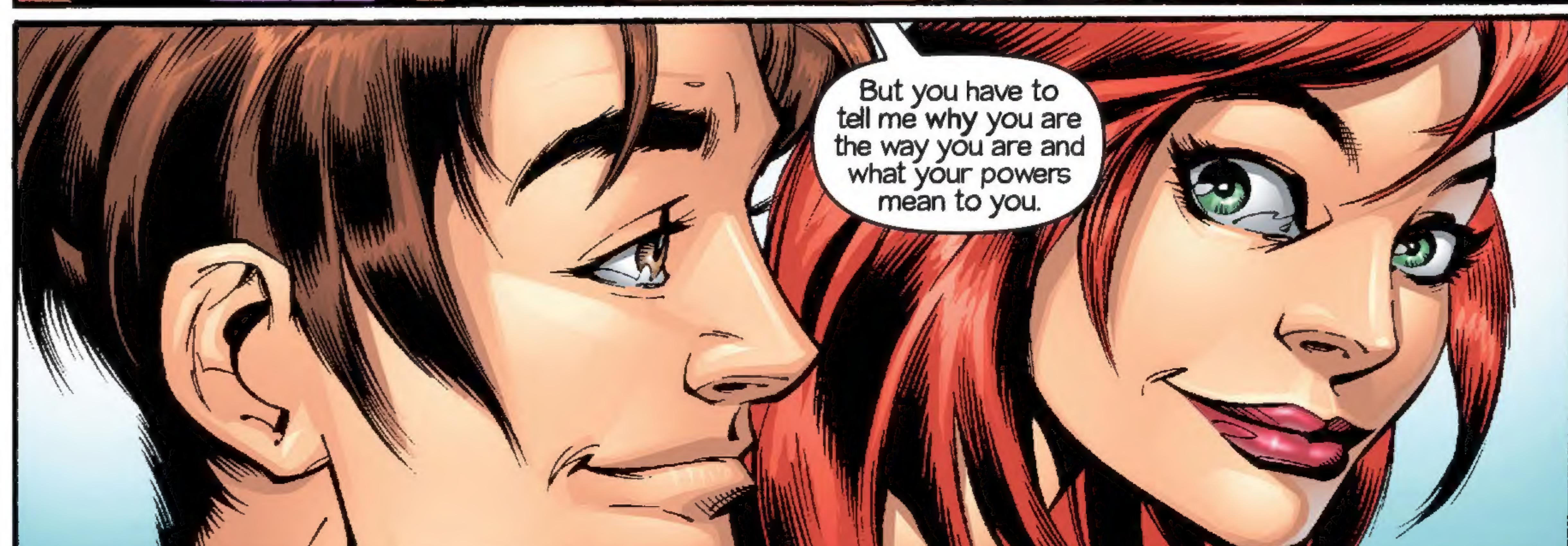
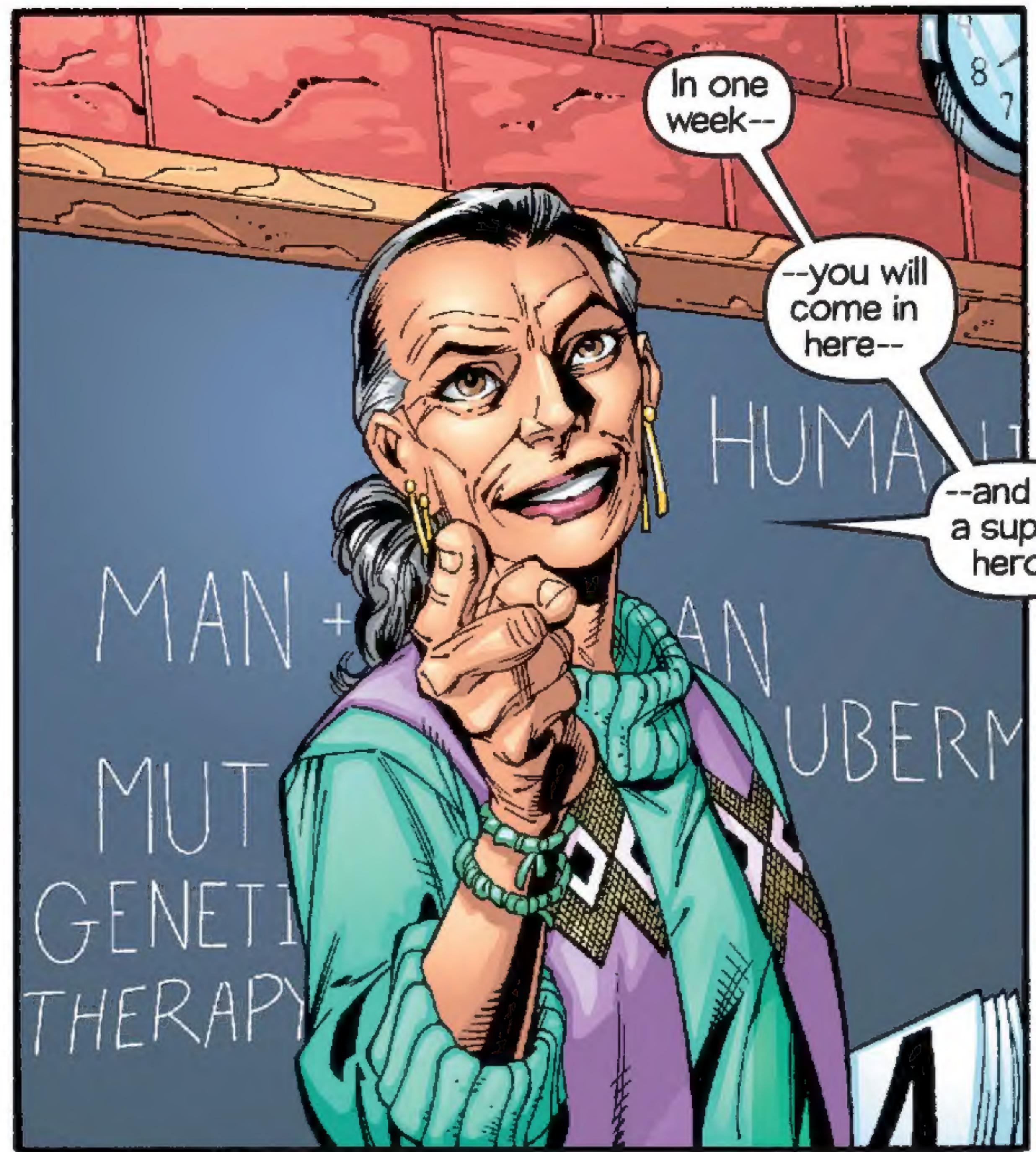
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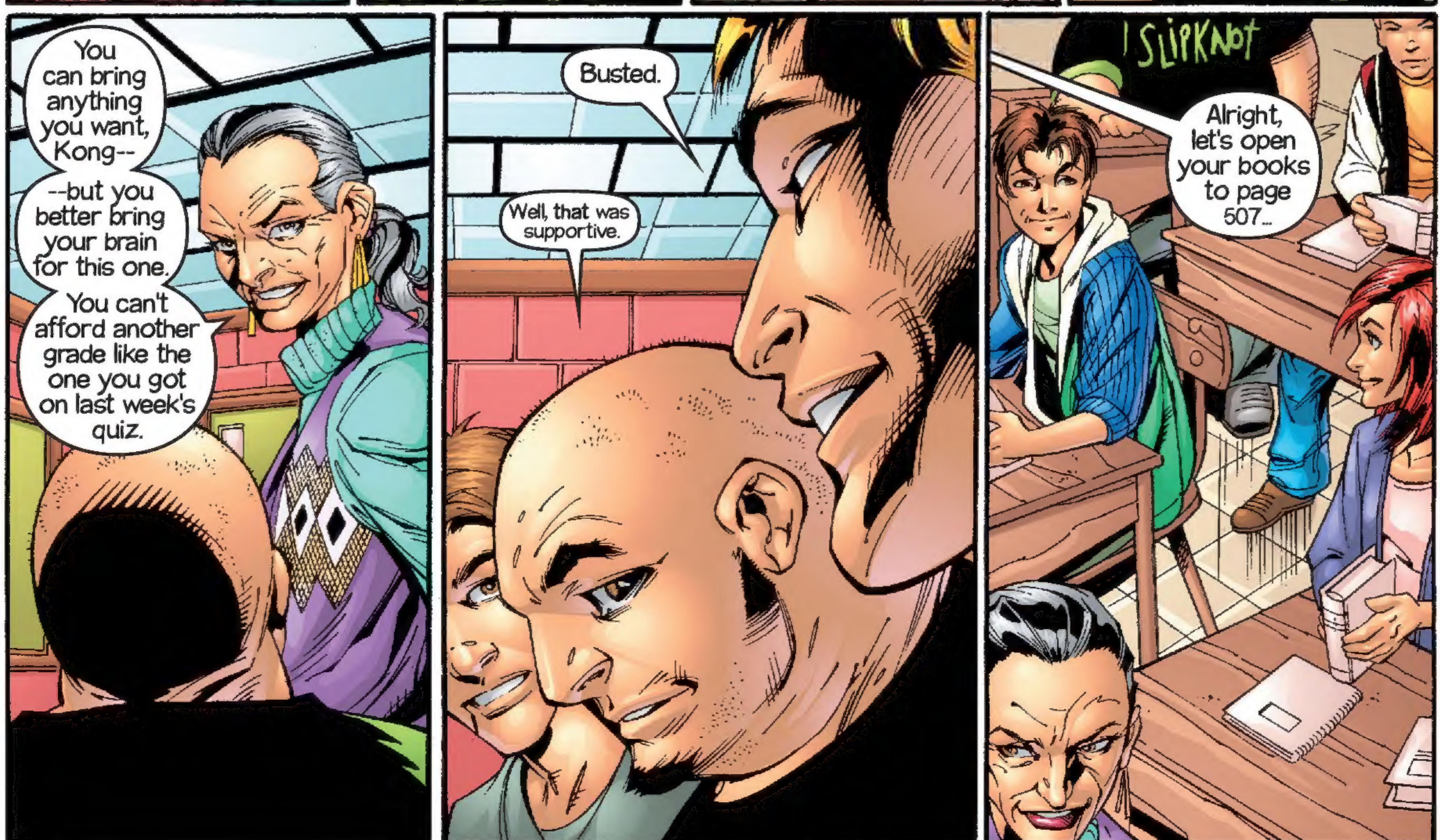


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Did you check the pan?

No. I left that honor for you. I got it last time.

Mmffrr...

I am sure that is not true.

It is your turn--go see if Doctor Octopus here left us any presents.

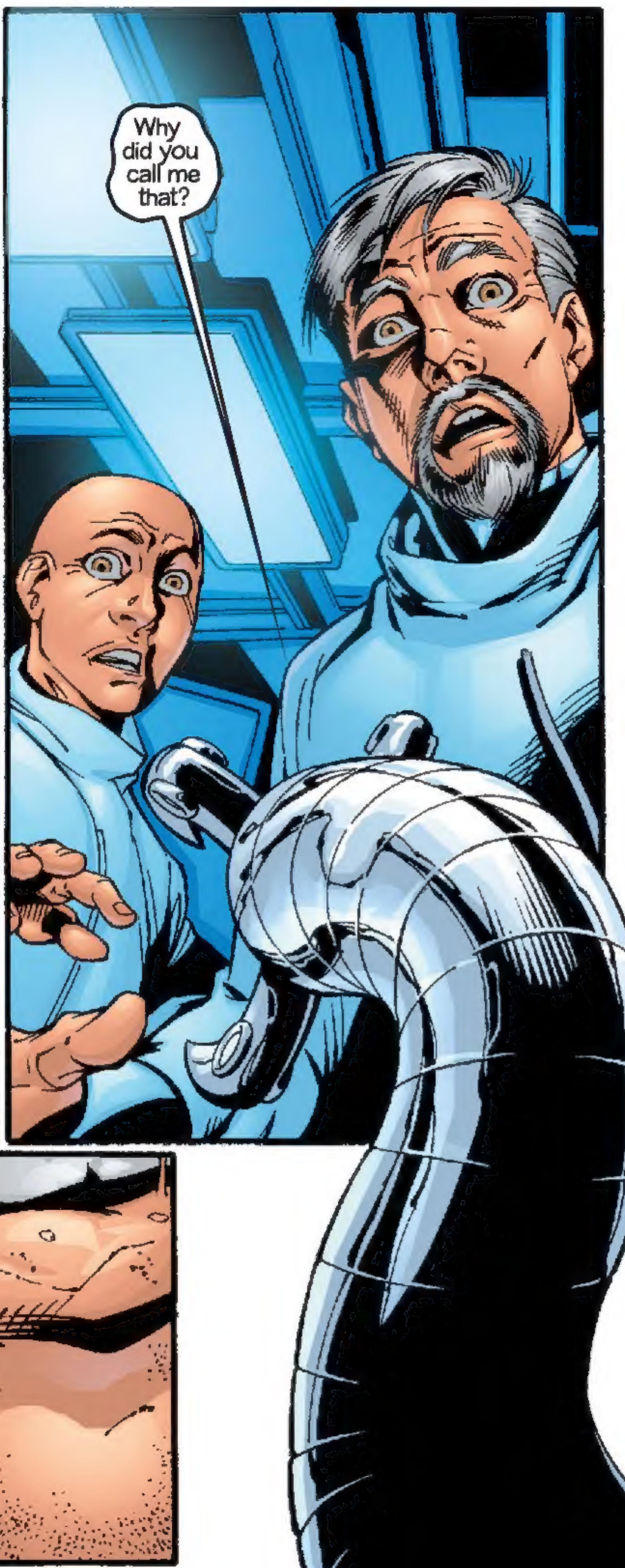
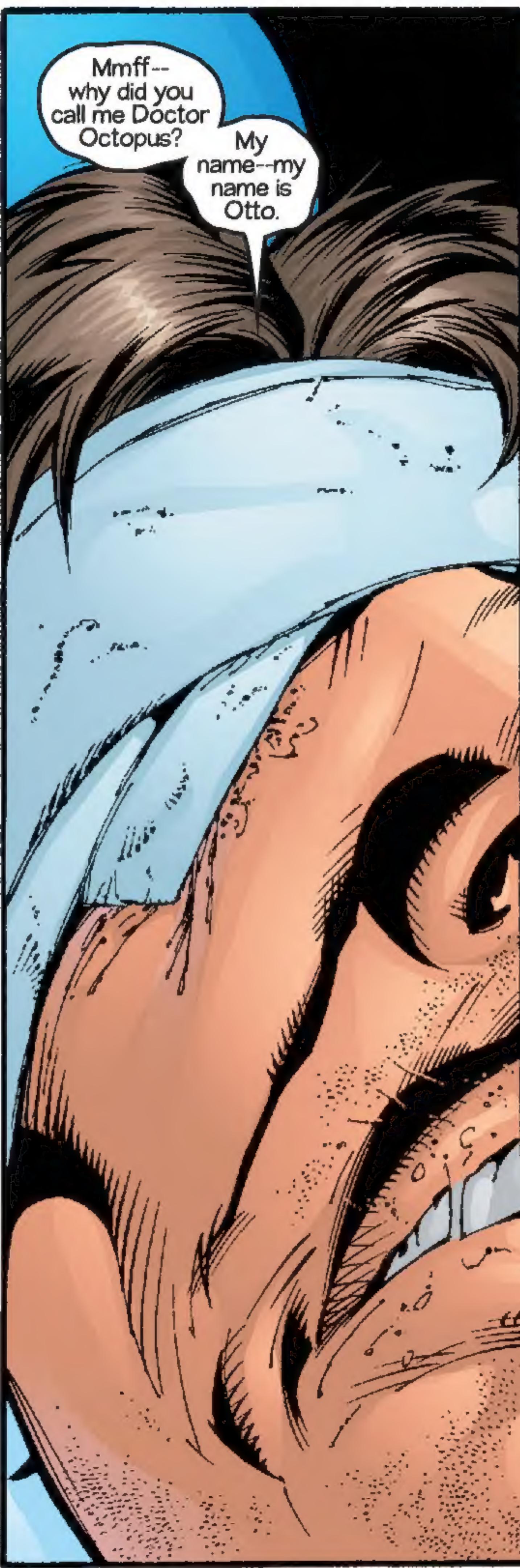
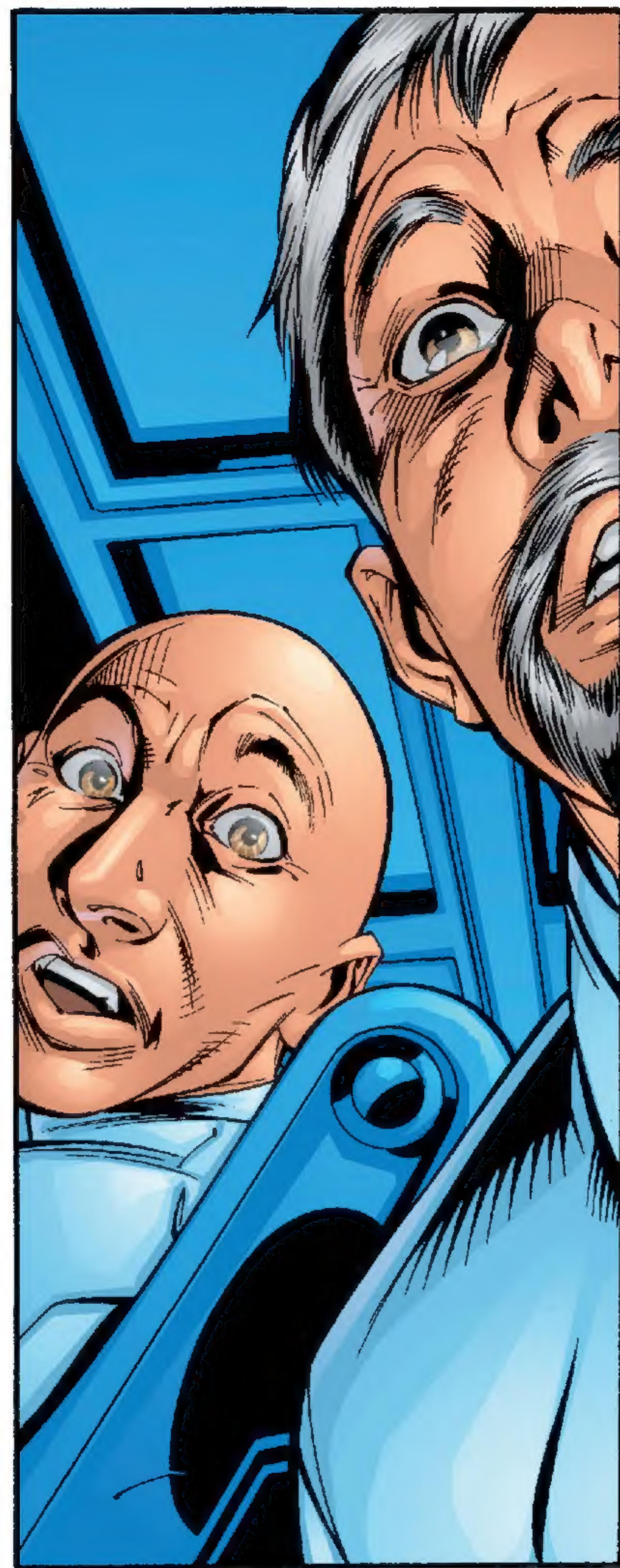
I think we need a chart--because I remember doing it yesterday as well.

Mmwwwhhy... why did you just call me that?

Mmf-- why did you call me Doctor Octopus?

My name--my name is Otto.

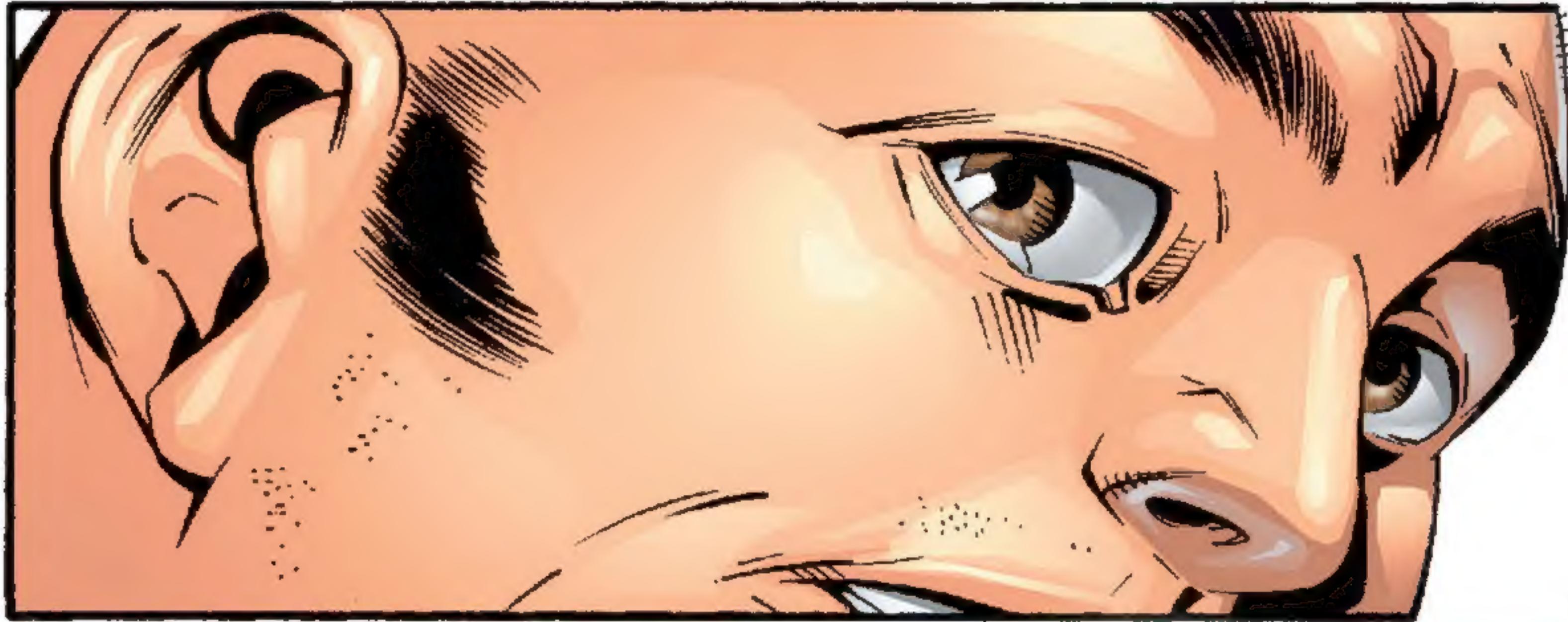
Why did you call me that?



WHY DID YOU
CALL ME DOCTOR
OCTOPUS ?!!!!







Ya think--
I don't know--
ya think maybe
we should do
something
about it?

Do
what?

You know,
do something
about all these
mutants or
whatever.

Keep
an eye out,
I mean--



'Do
something'.
'Keep an
eye out'?

Y'know,
that's what the
Germans said
about the
Jews.

Well, yo, the
Jews never had big,
red laser beams
shooting out of
their eyes.

I
think.

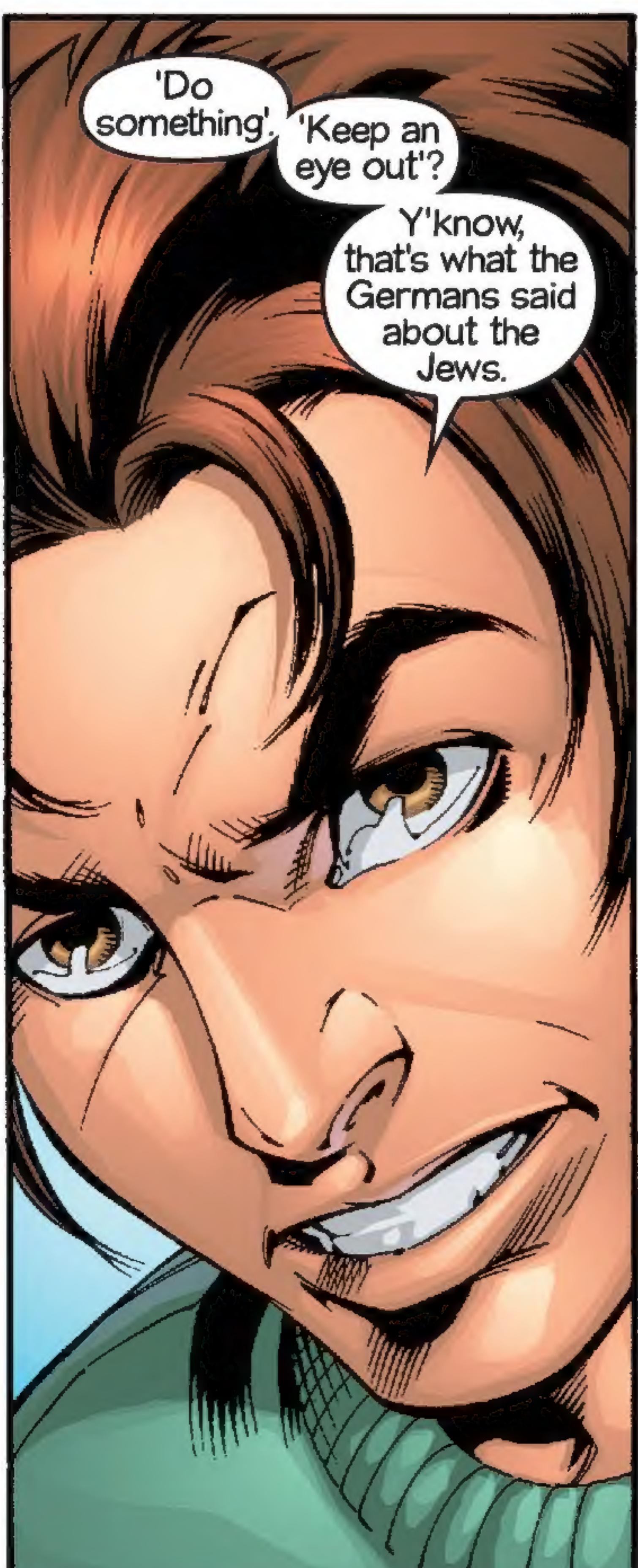
Man, it--
it feels like
we're in trouble
or something.

What?

No, I mean it.
Doesn't it feel weird
that there's people with
super powers all up
in our stuff?

Oh,
come
on.

It's the
Meteor...



How do you think the dinosaurs felt that moment just before the meteor hit?

I mean--they were just, like, standing around and all of a sudden it's like: oh @#!\$, we're extinct.

I mean, that's what's going on, right? That's what you're worried about.

We're extinct.

All of a sudden 'it's if you don't fly--you don't survive.'

I mean, there's, like, a guy now who can walk on walls? What's that about?

And now you have to think about that fact every day of your life. The fact that you can't.

But--like, then I think about it like this: I think maybe the difference between us and the dinosaurs is--we know.

They didn't know--they didn't have a chance. But we know there are things in this world more powerful than us.

But the real question is: what are us normal people--what are we going to do without powers?

But see? What is, like, 'powers' anyhow? This dude right here is stronger than me, does that make him super-powered? See?

'Cause I have a theory--that, like, whatever you do... is your super power.

You play guitar? Football? Math? Whatever you do--whatever makes you--you.

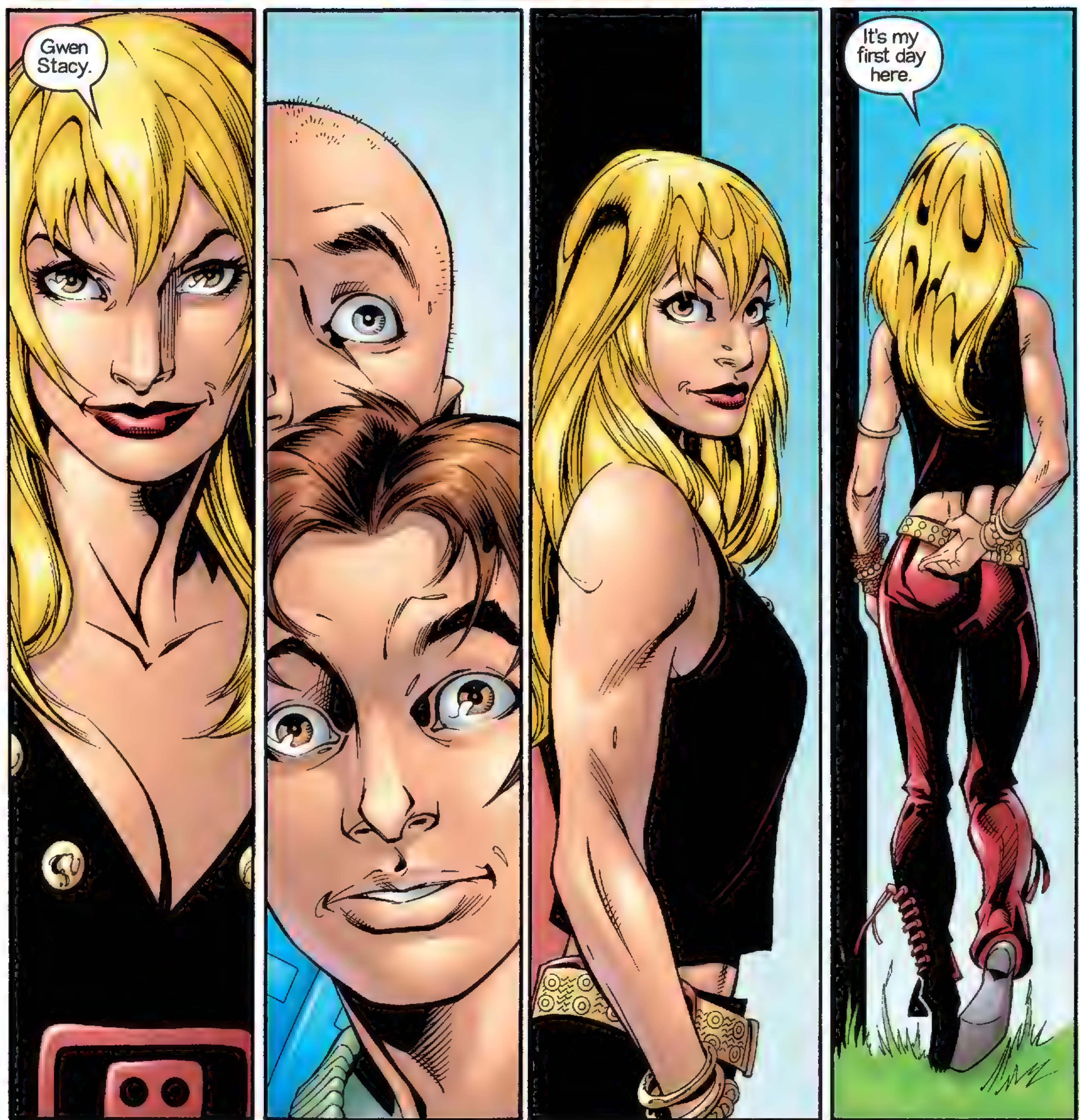
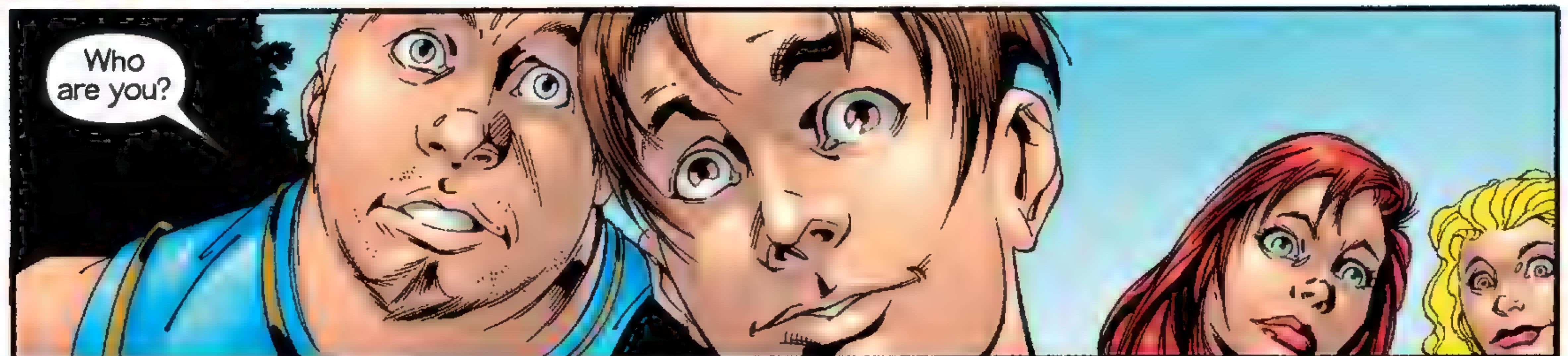
That's your power.

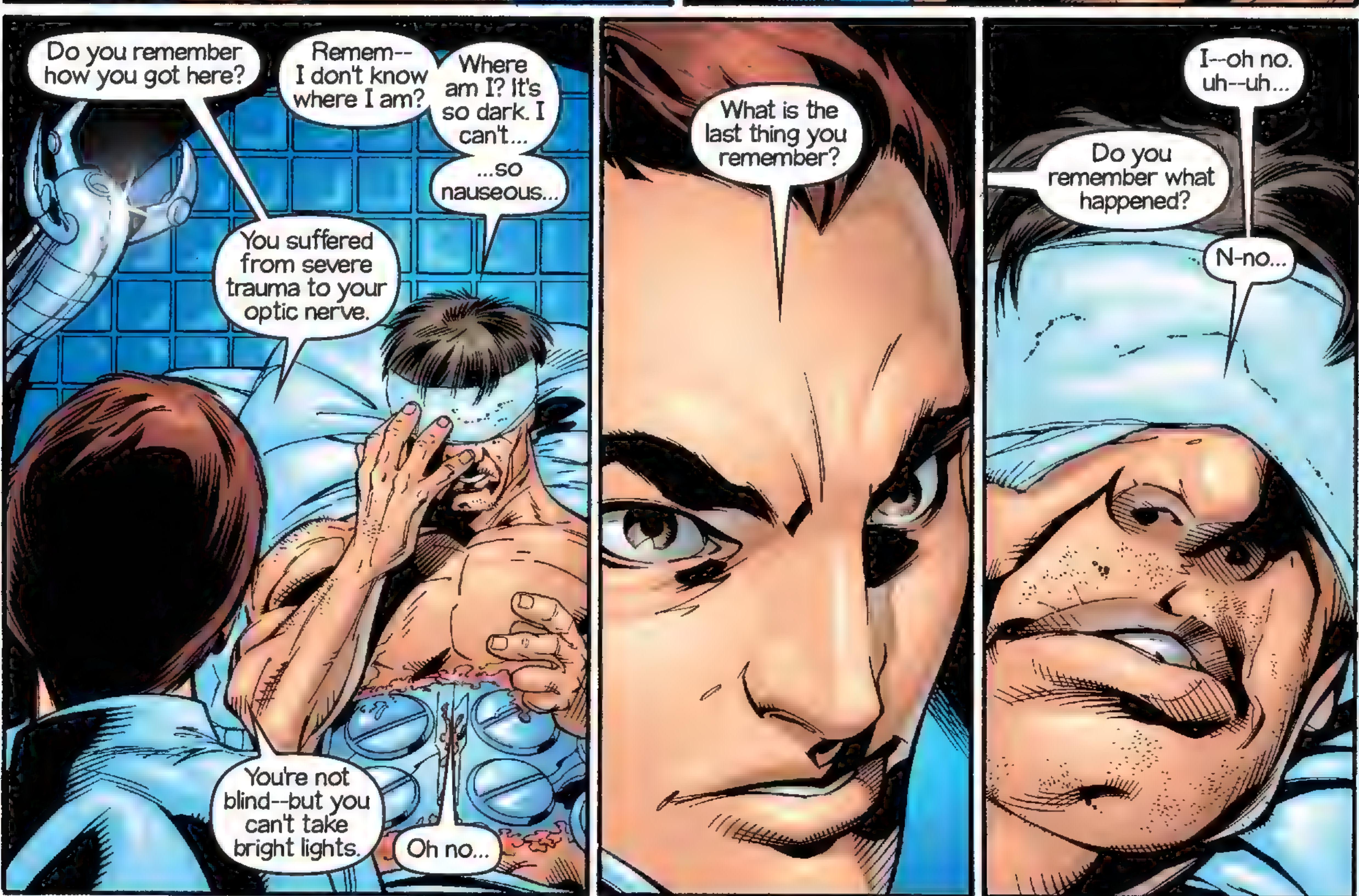
And I think -- I think in this new world you're just going to be forced to do what it is that you do as best you can...

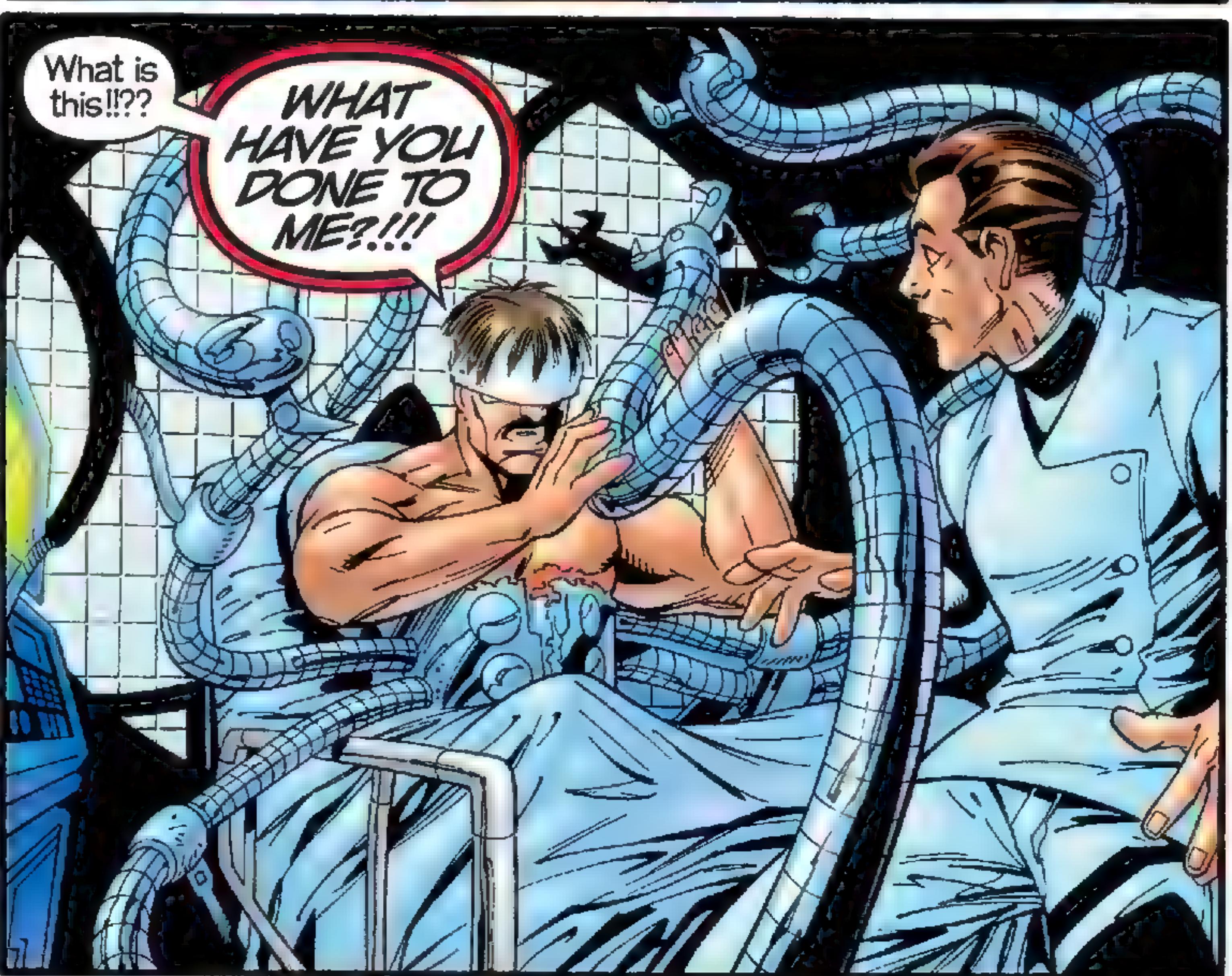
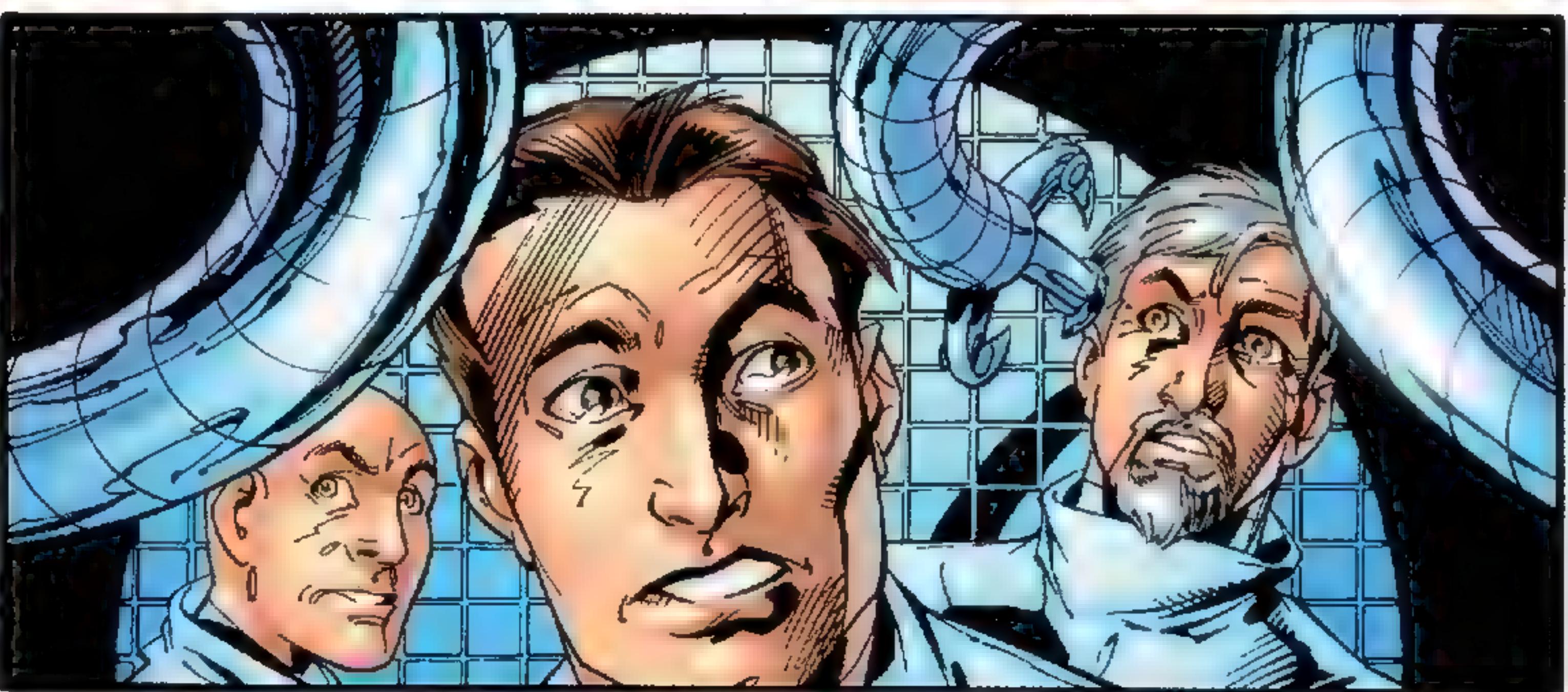
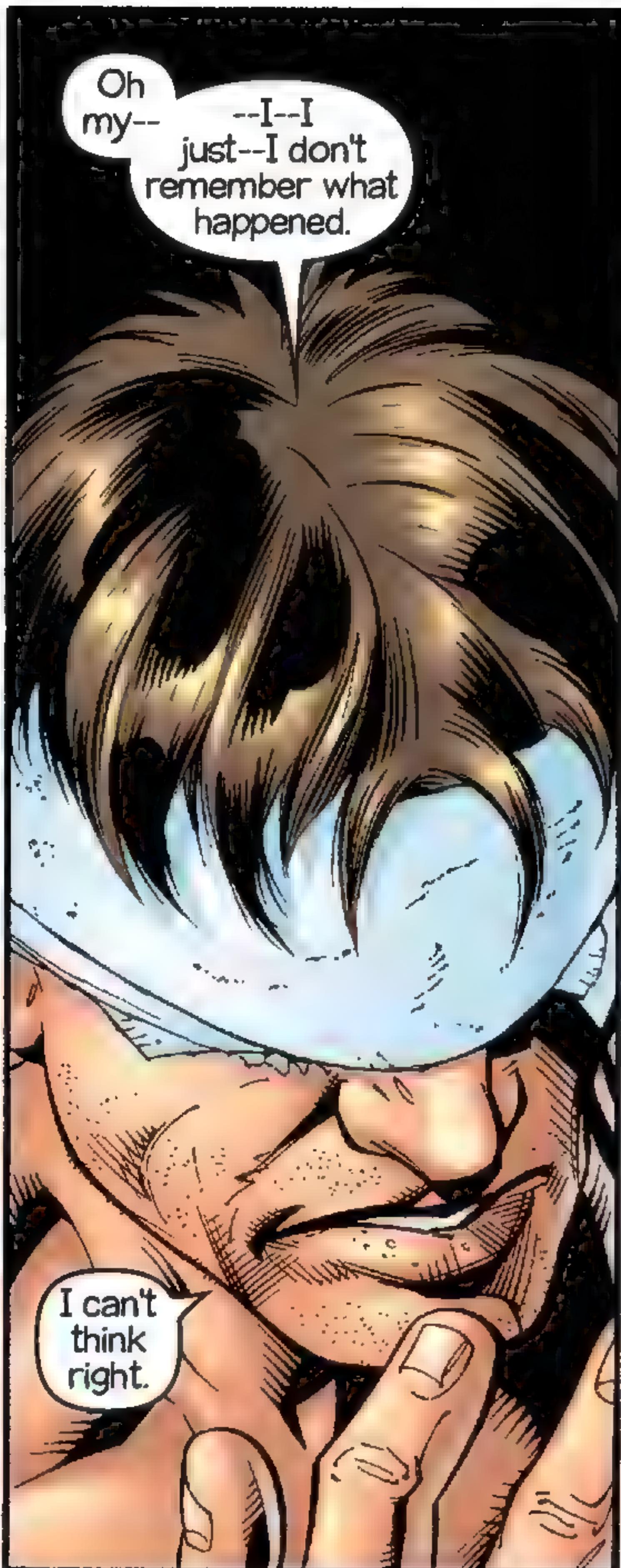
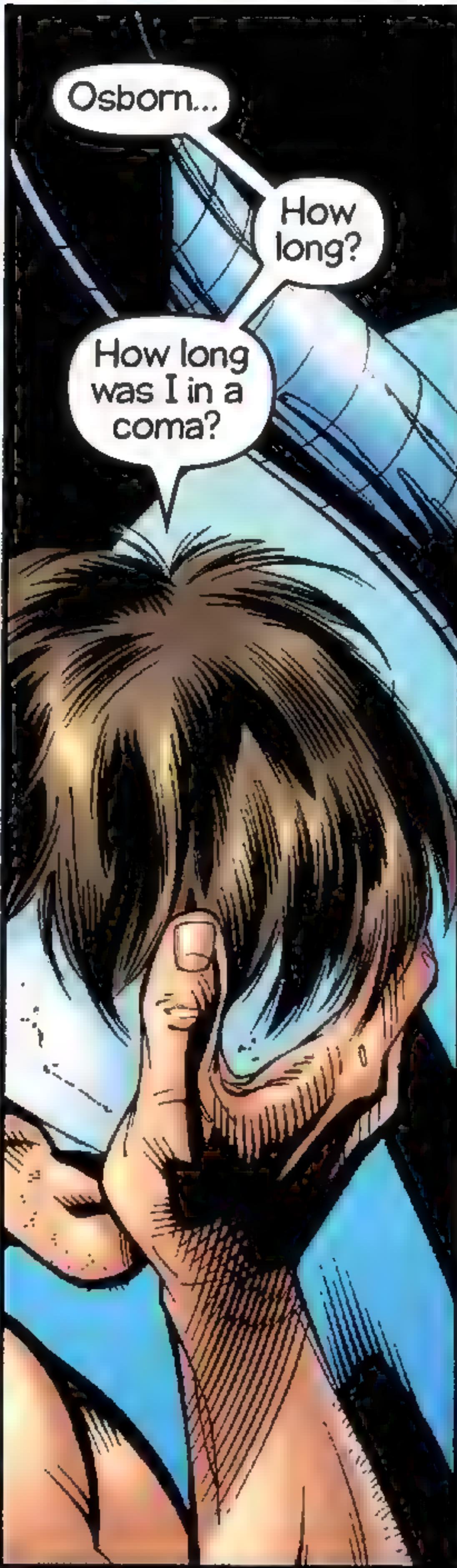
So maybe you won't ever have, like, super mutant powers -- all that means is no more sitting on your fat butt watching cartoons.

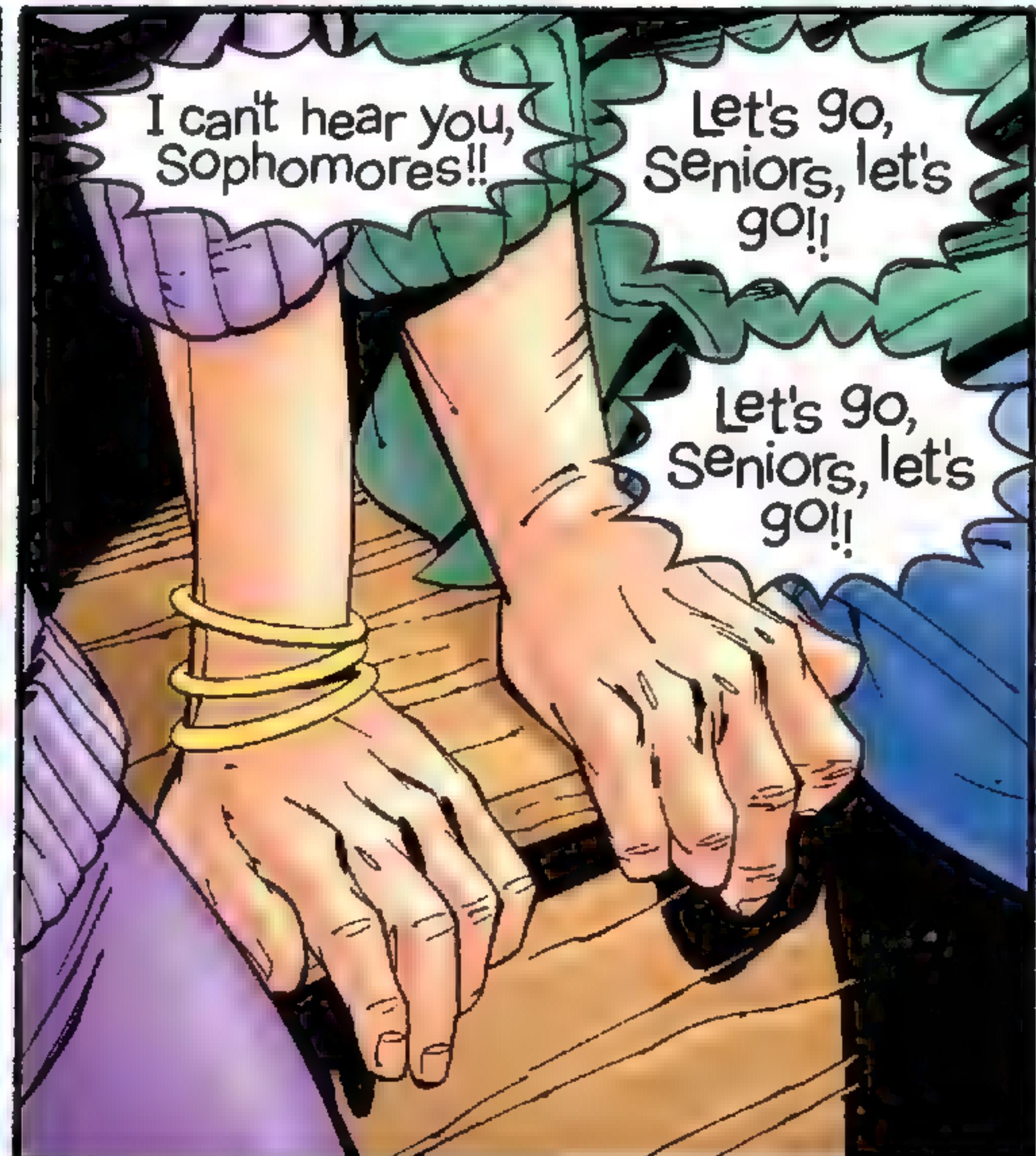
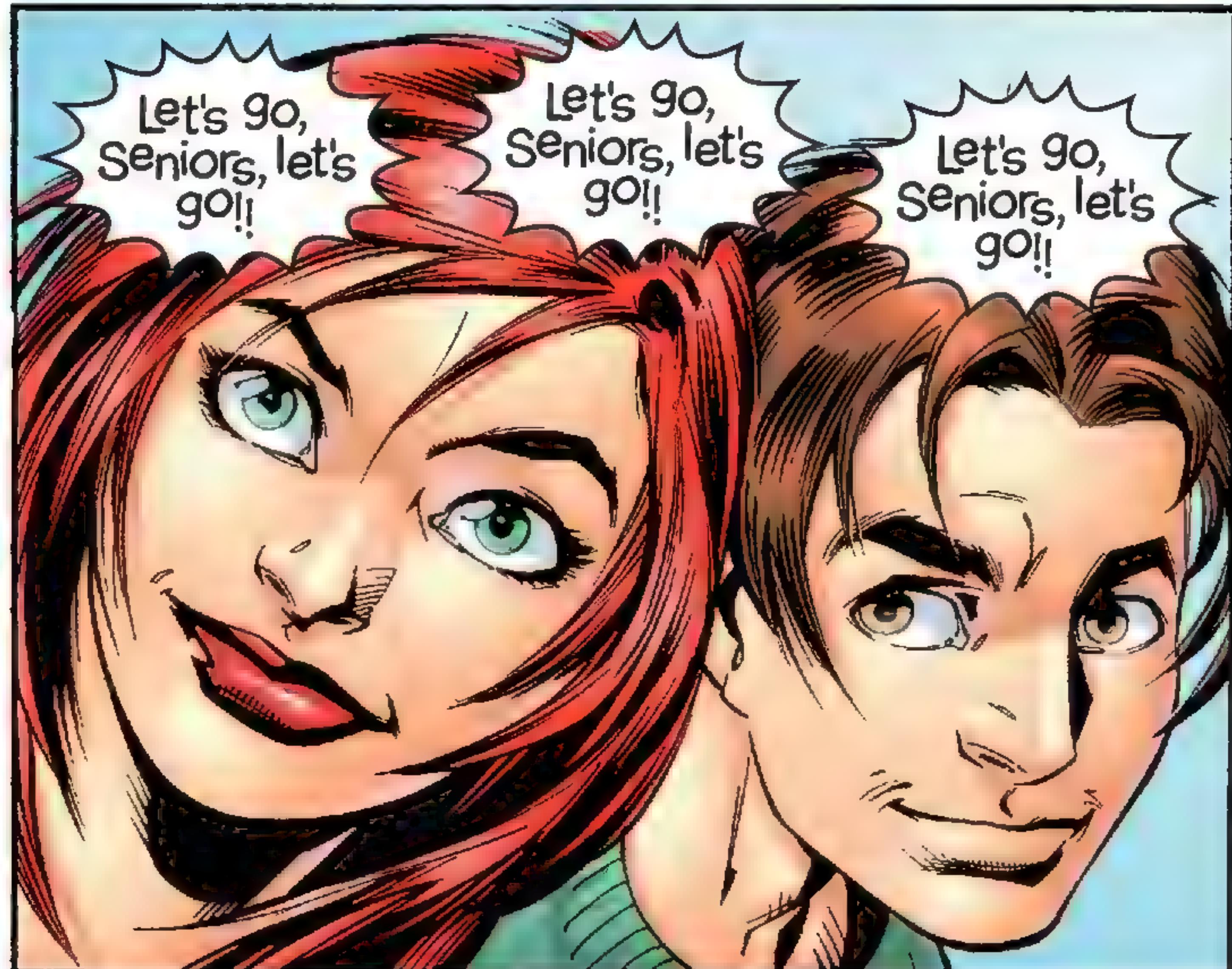
...or you ain't going to make it.

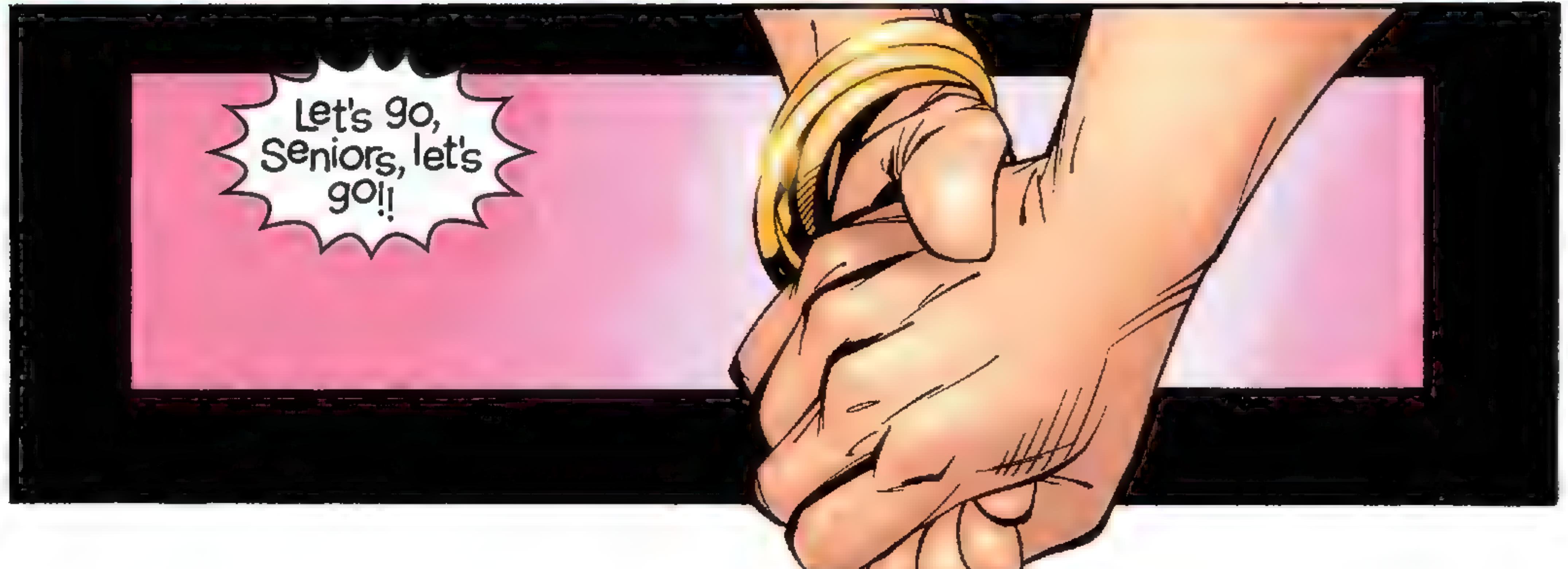
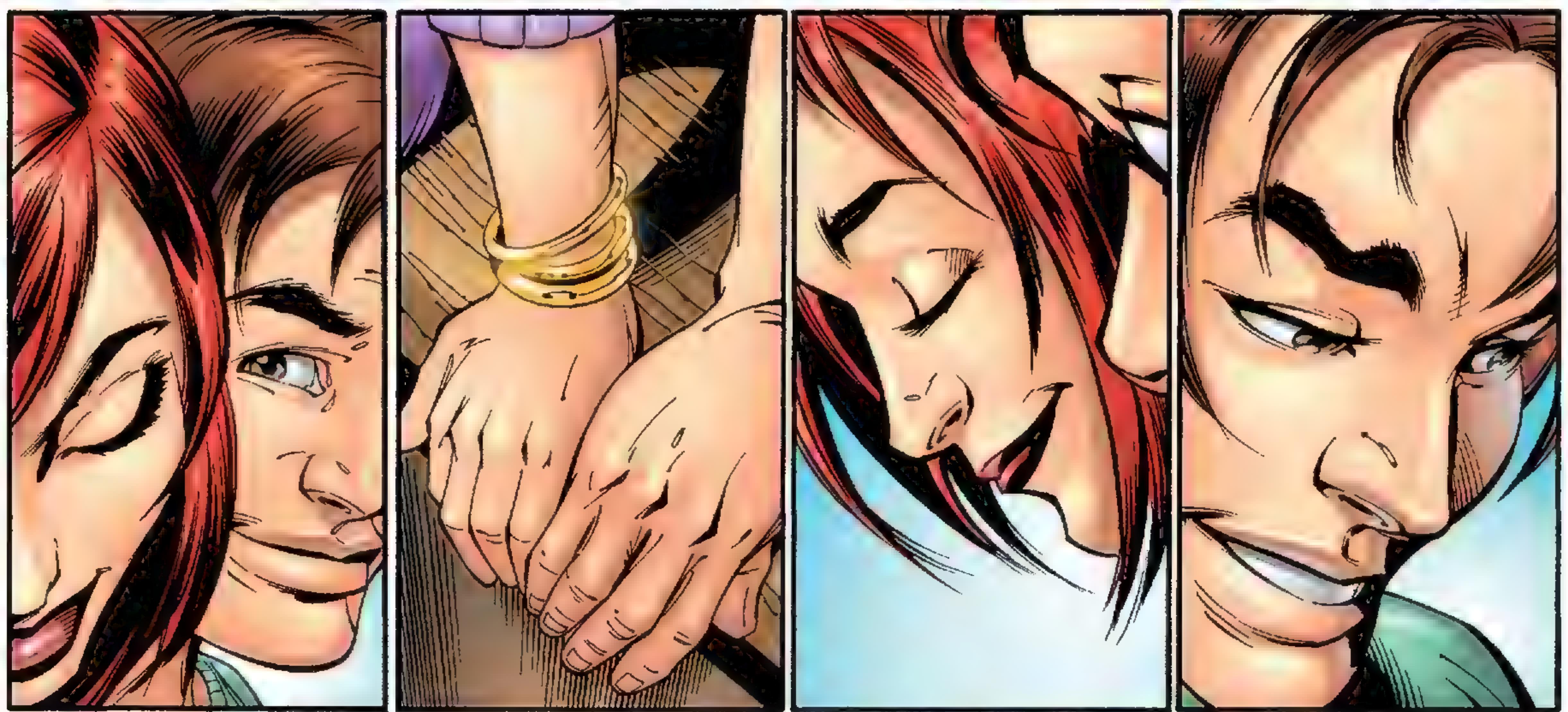
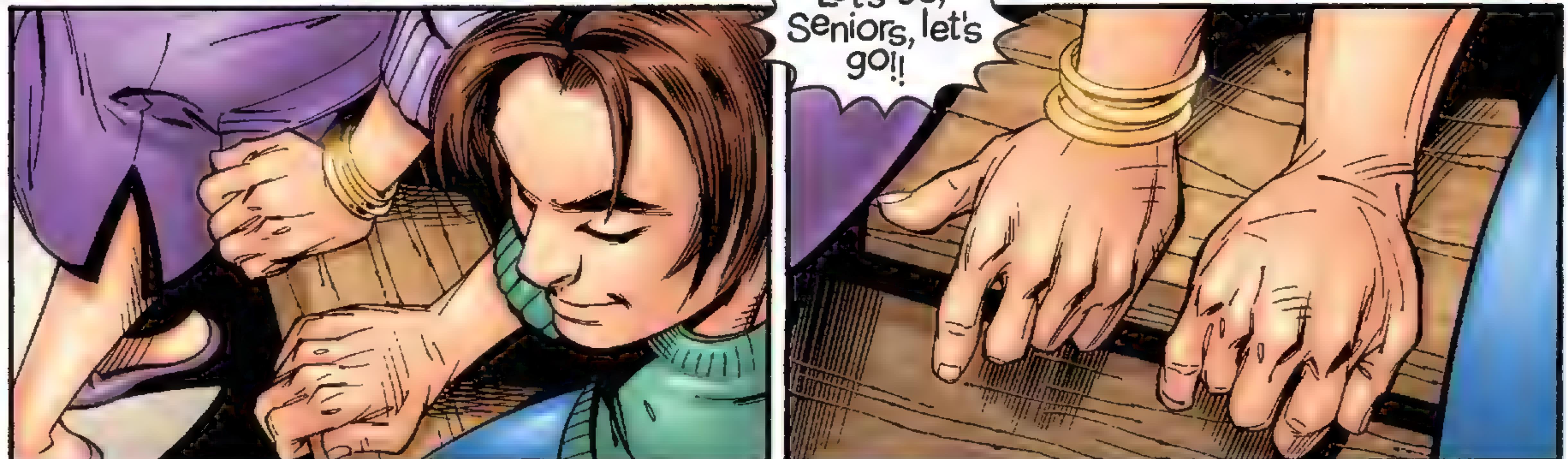
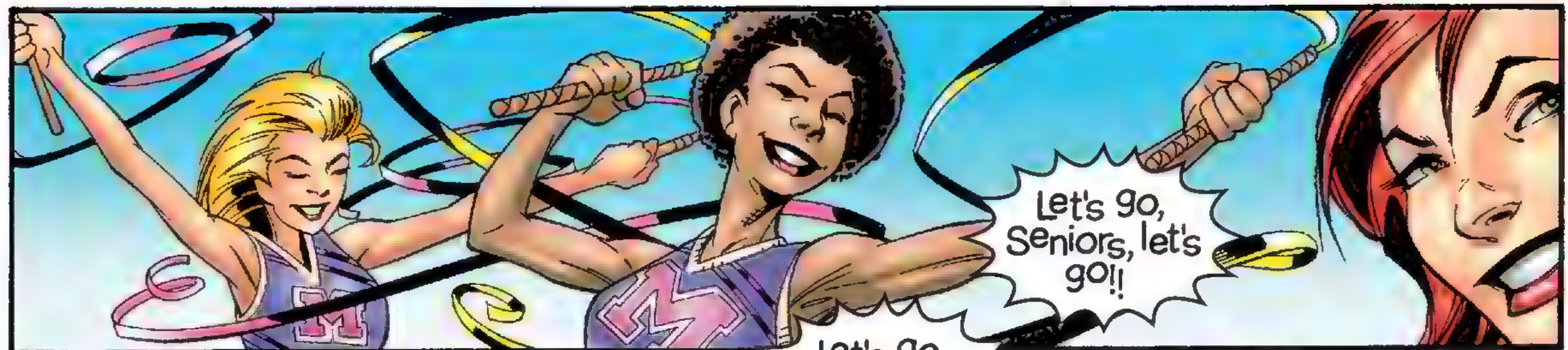
It's all going to be about what can you do that another can't.











There was an accident at Osborn Laboratories.

You suffered a number of wounds to the face and neck. But--uh--your metallic arms--the ones you wore for your more delicate laboratory experiments--

--the ones you wrote that essay about in Scientific America--They seemed to have fused to you during the explosion.

And they are on you right now. Your skin has fused to the metal--as if--

--as if the two are one. We monitored this fusion during the healing process. Your arms. They seem to be locked into your central nervous system.

We--we don't understand how. But you seem to be able to control them.

They react to you. They have an organic...

Where am I?

That's classified information right now.

What?

I'm sorry, I'm not authorized to give you that information.

We're waiting for...

What are you talking about?!? What is going on?

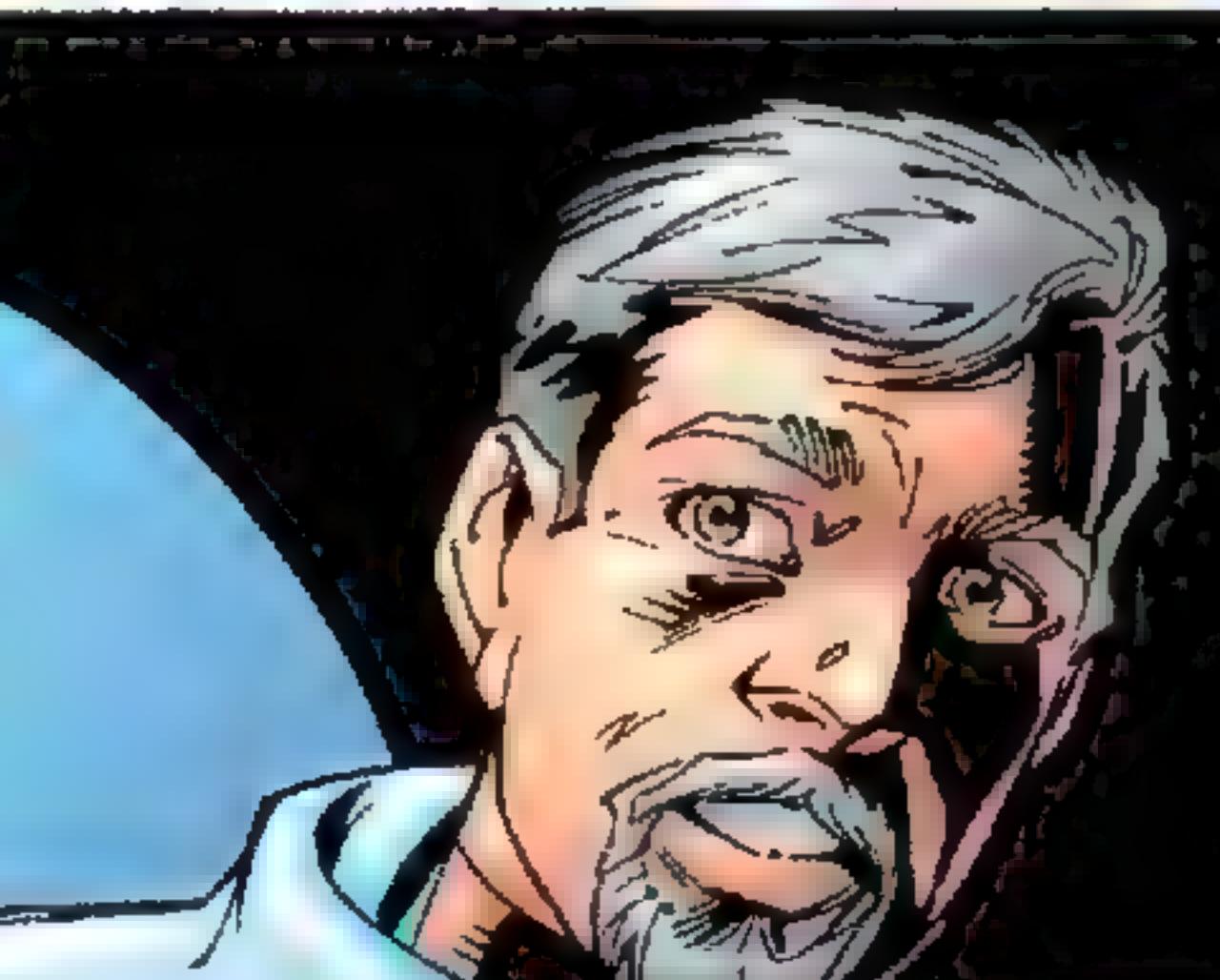
I know this is hard to hear.

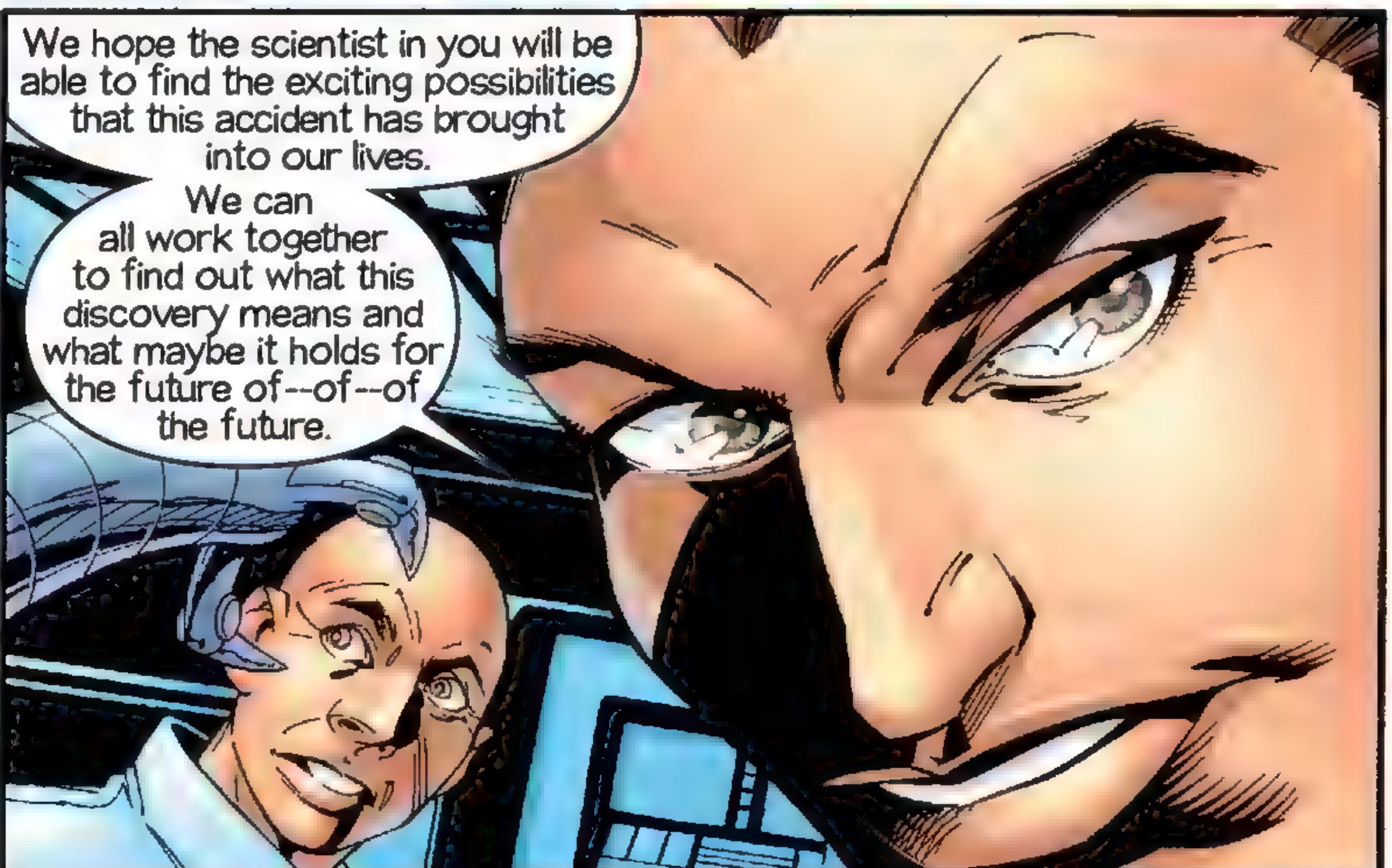
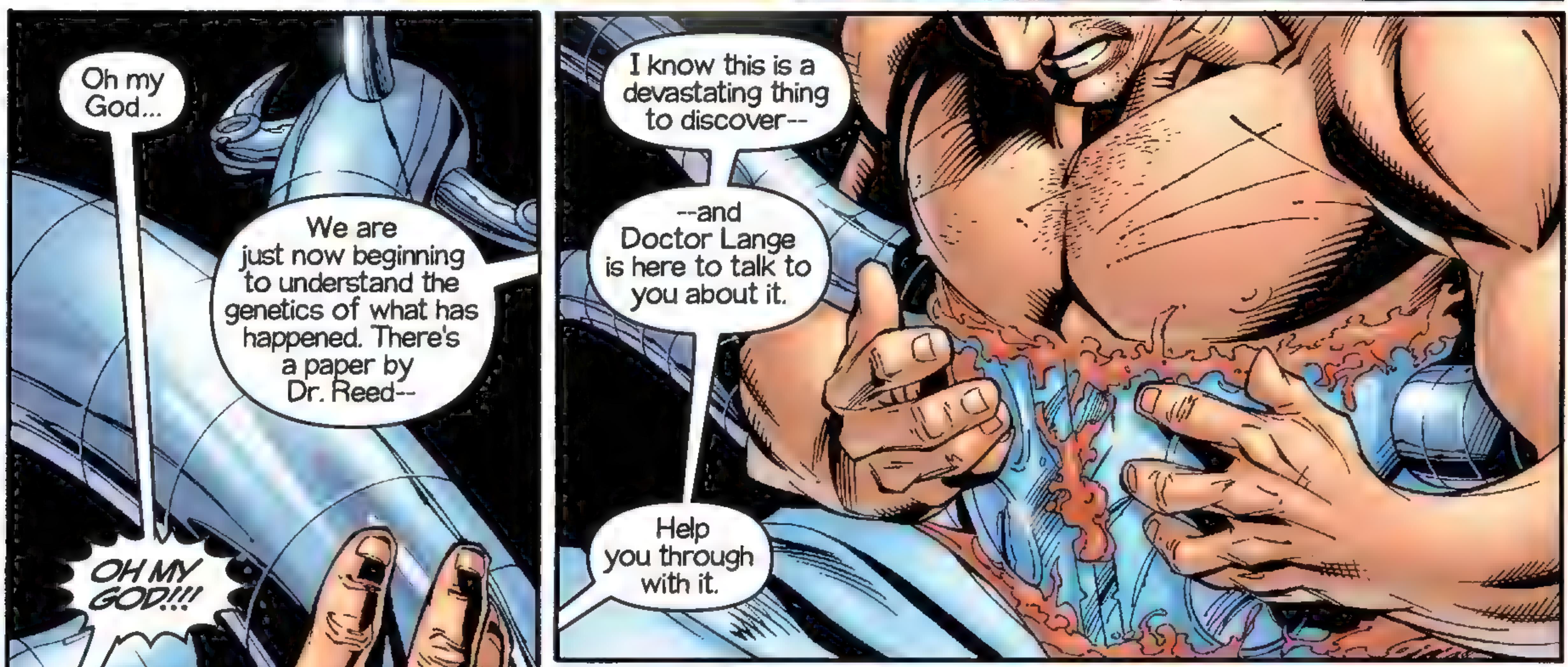
What have you done to me?

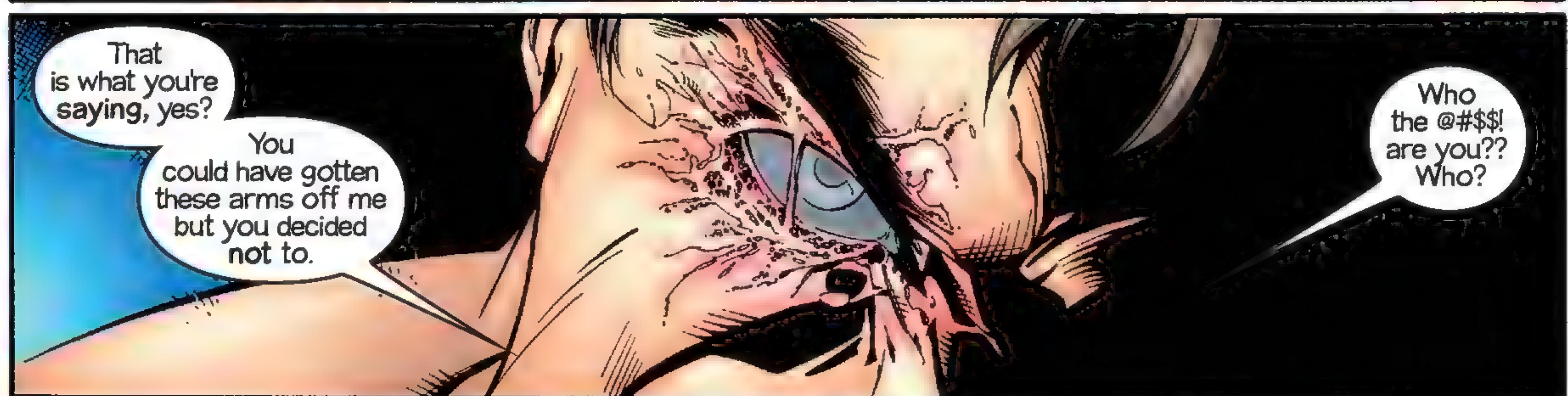
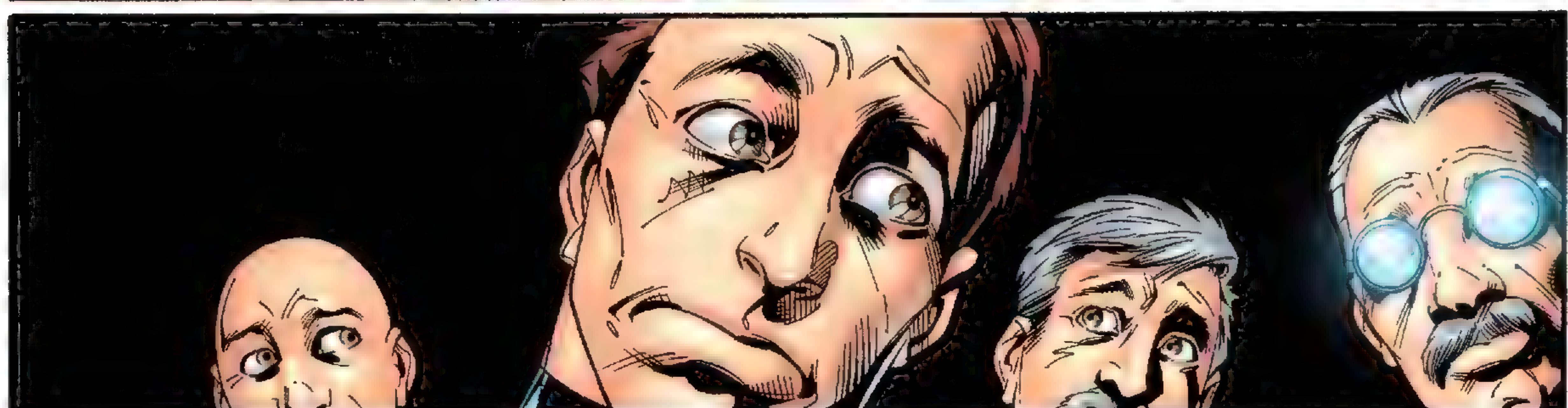
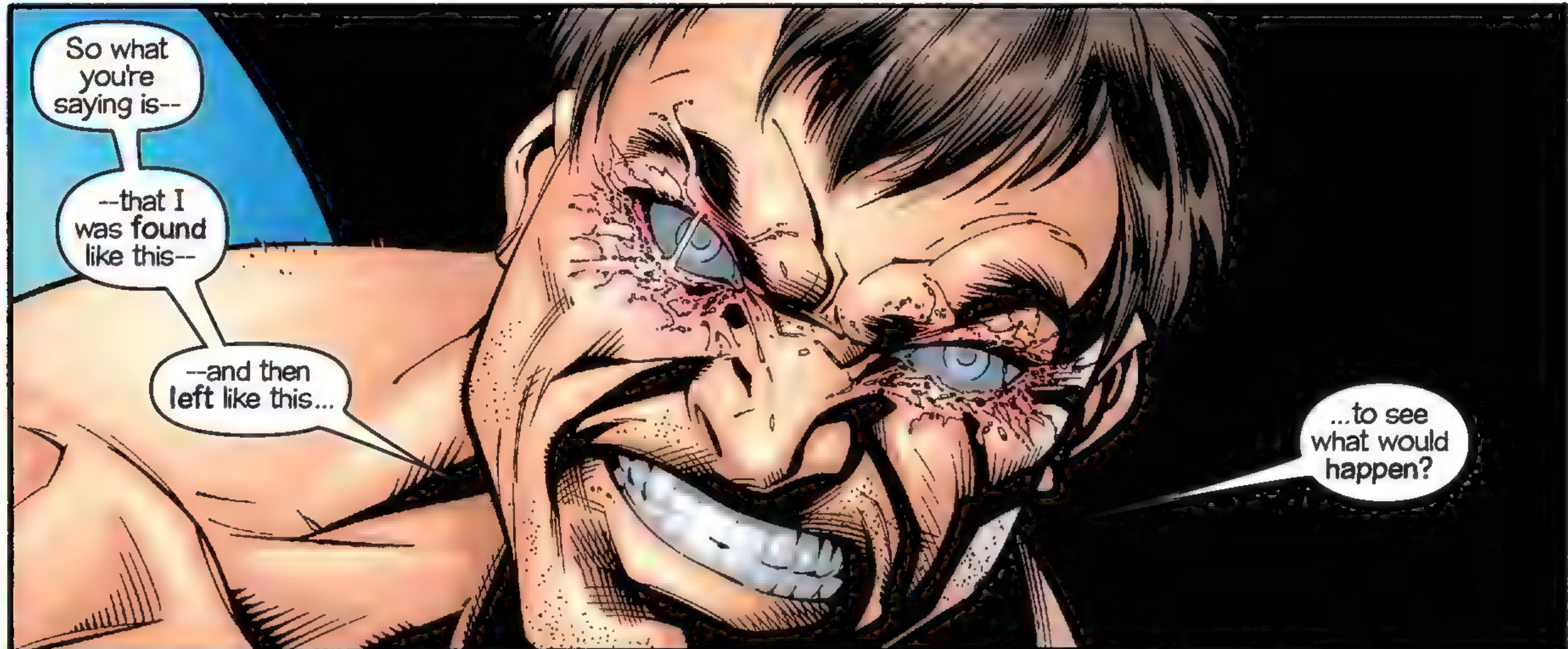
Take off my bandages!!

Sir, your eyes...

Take them off!!



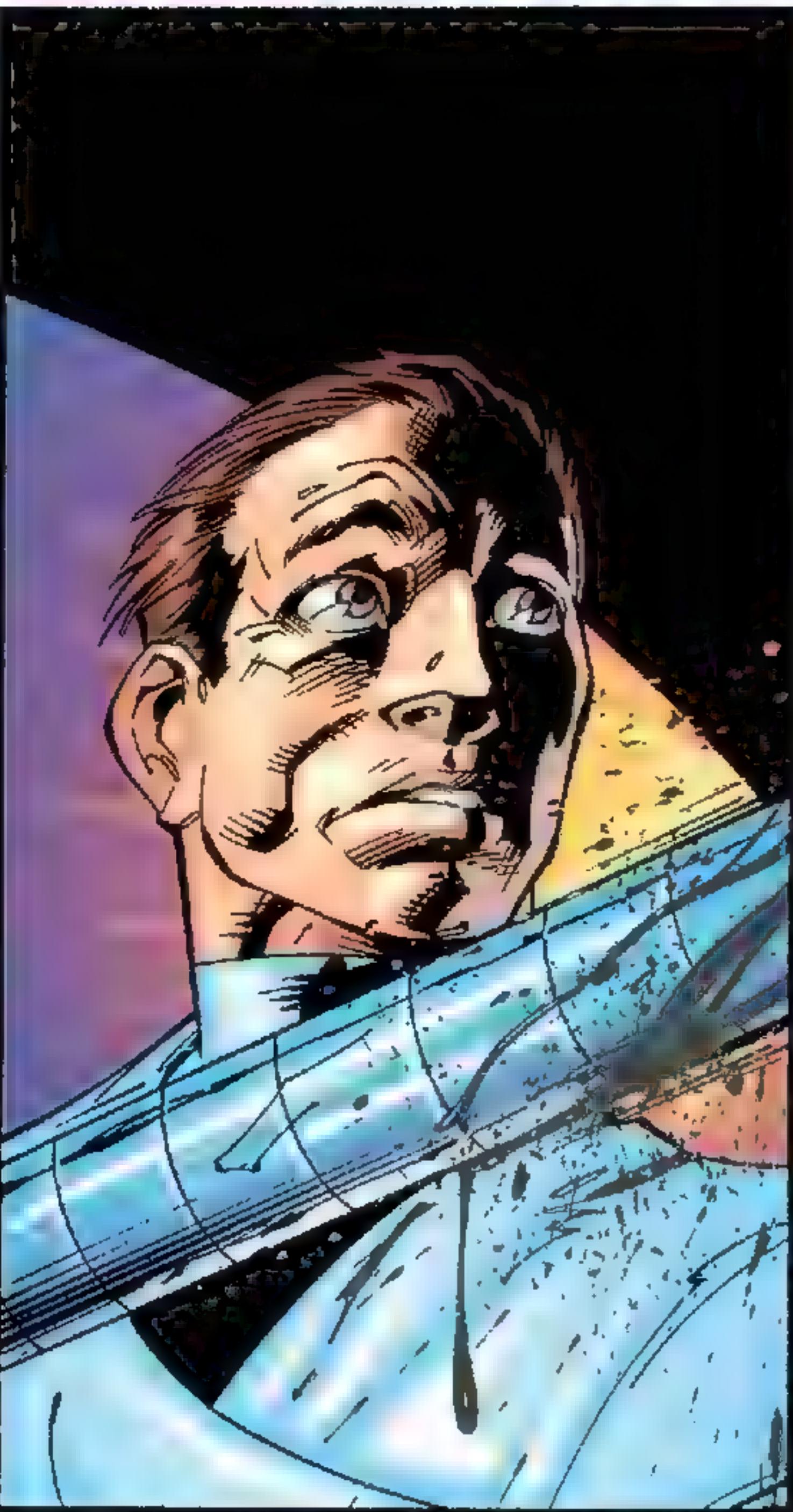
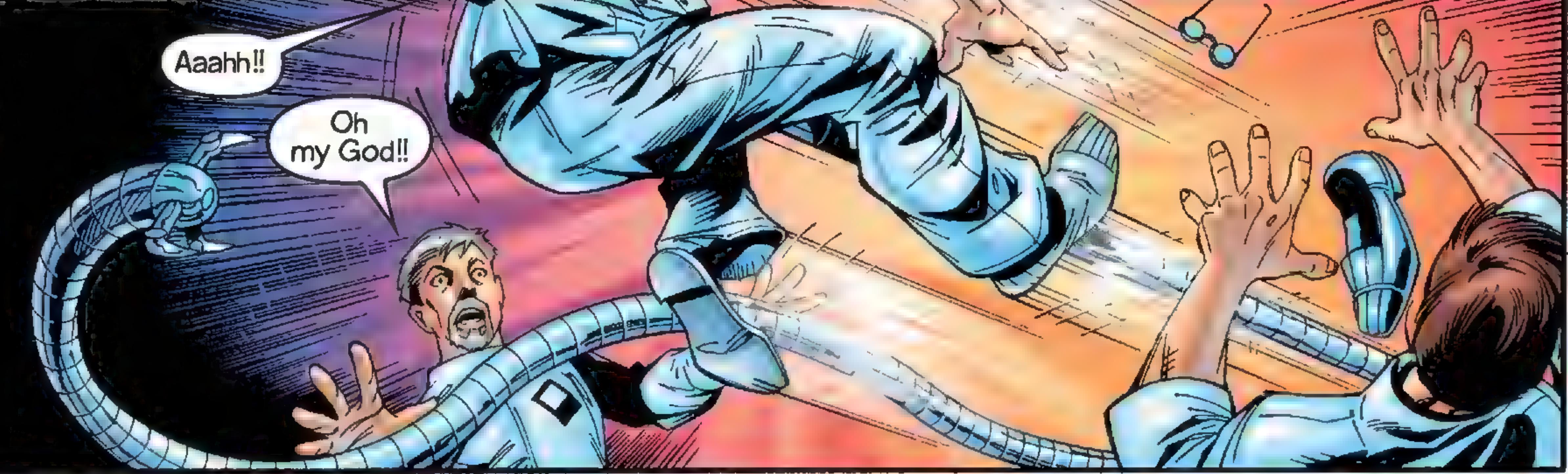




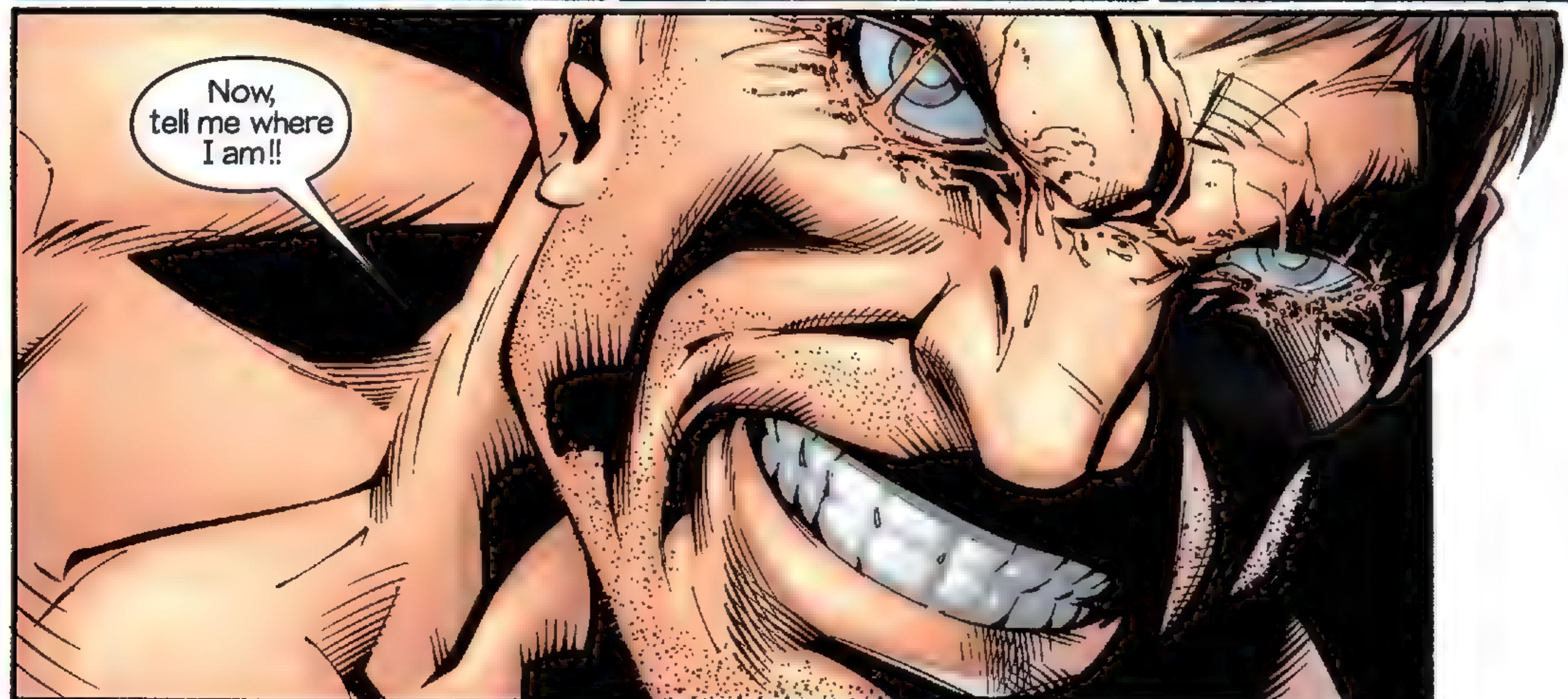
Aaahh!!

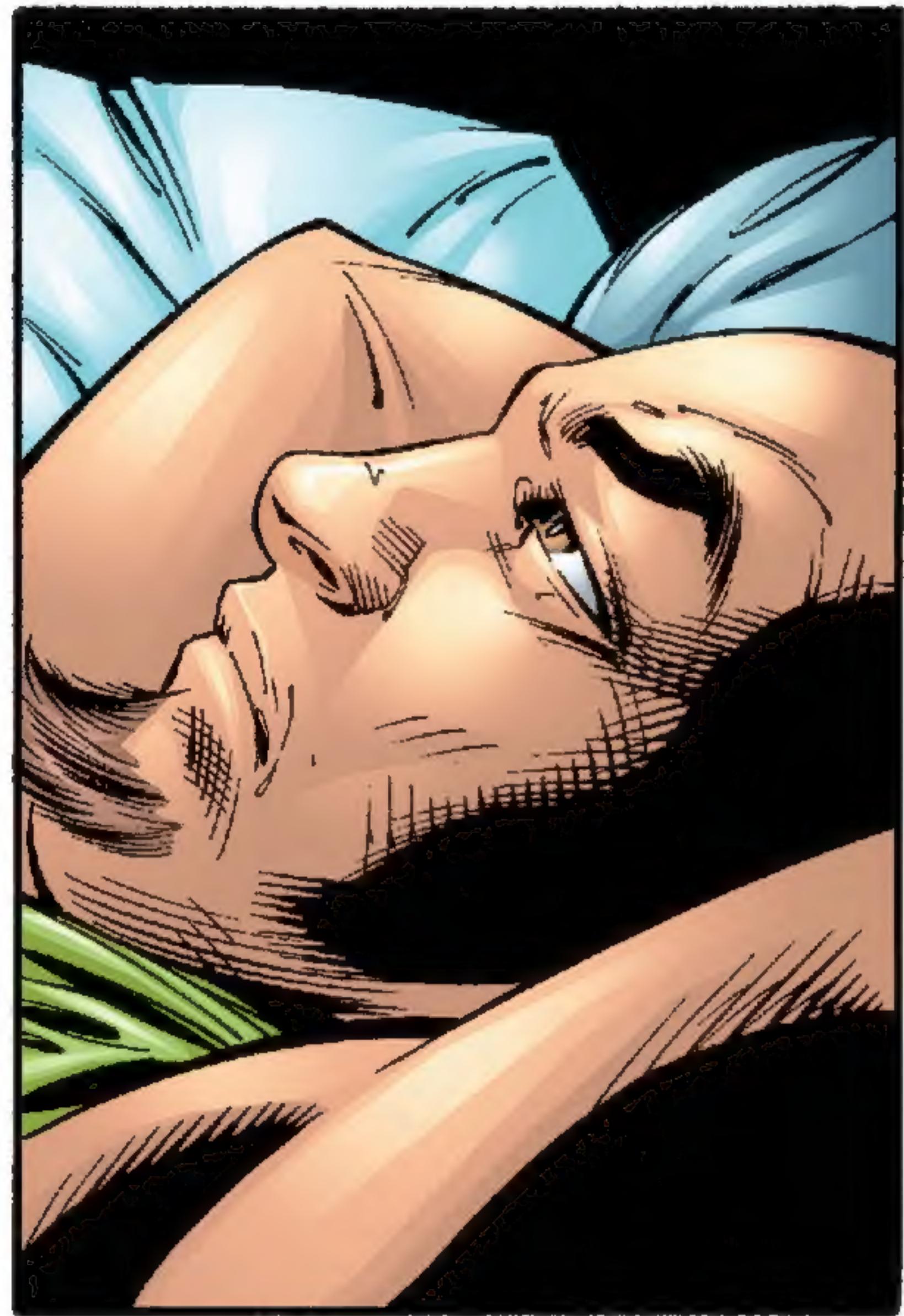
Oh my God!!

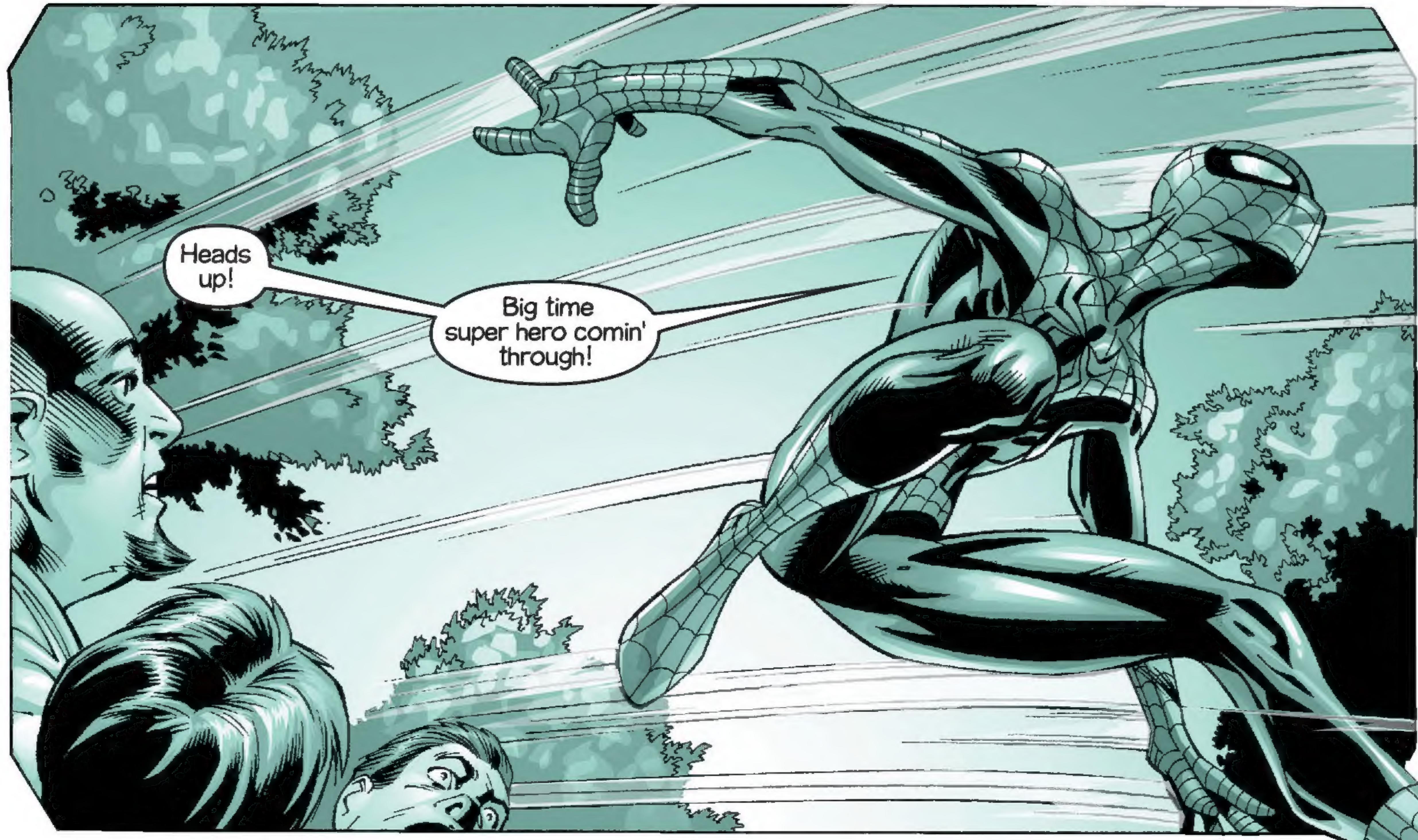
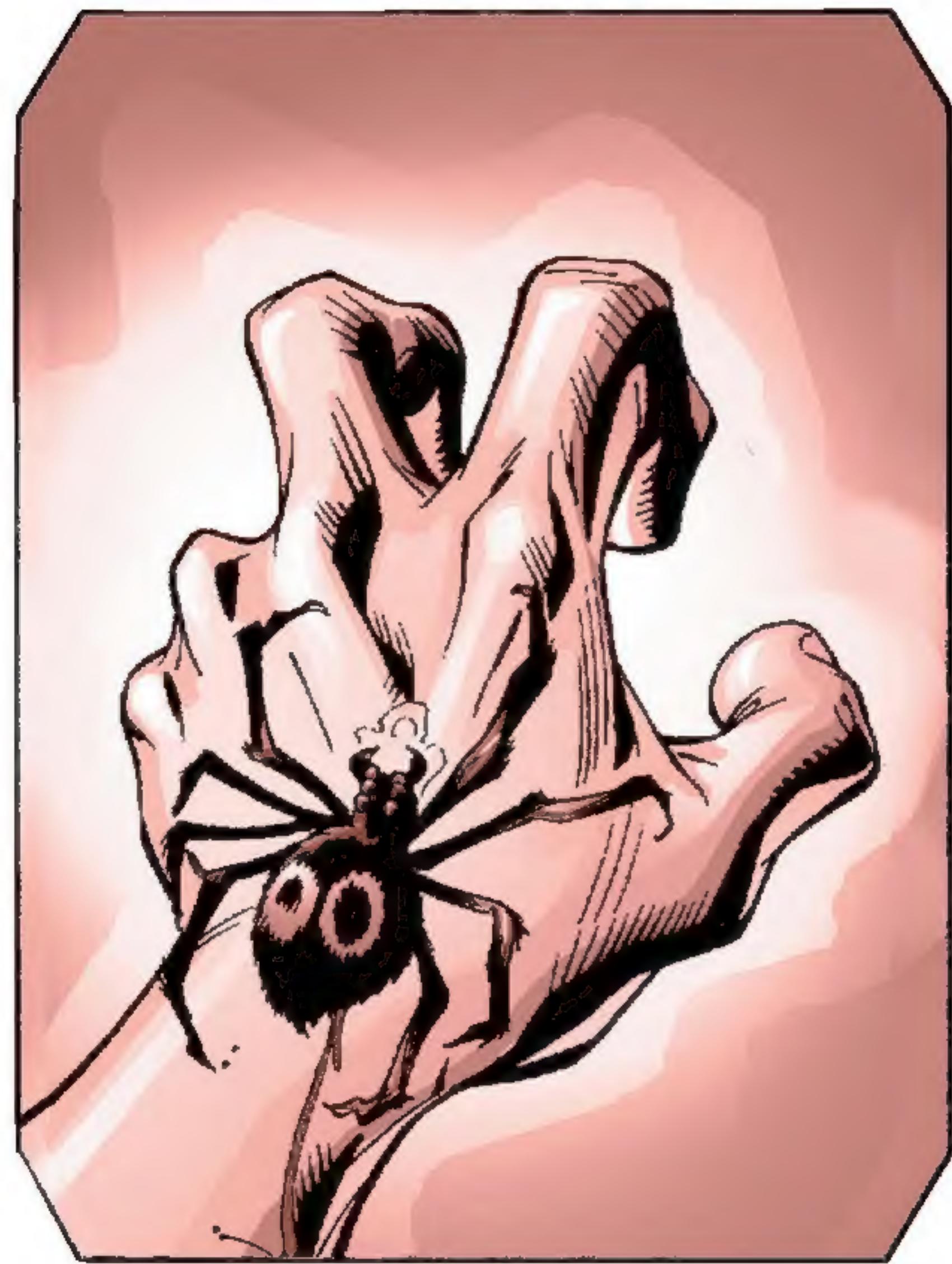
THUNK



Now,
tell me where
I am!!







Whoa...

MAXFX

ABSOLUTE

PATSY
WALKER

MAX MI



SOD OF UTTARD